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UNITED STATES DISTRICT COURT

DISTRICT OF NEVADA

ORACLE USA, INC., a Colorado corporation; ORACLE AMERICA, INC., A Delaware corporation; and ORACLE INTERNATIONAL CORPORATION, a California corporation,

v.
Plaintiffs,

RIMINI STREET, INC., a Nevada corporation;
AND SETH RAVIN, an individual,

Defendants.

Case No. 2:10-cv-0106-LRH-PAL

**JOINT CASE MANAGEMENT
CONFERENCE STATEMENT AND
[PROPOSED] ORDER TO VACATE
AUGUST 5, 2011 CMC AND TO
MODIFY THE CASE SCHEDULE**

Date: August 5, 2011
Time: 10:00 a.m.
Place: Courtroom 3B
Judge: Magistrate Peggy A. Leen

Plaintiffs Oracle USA, Inc., Oracle America, Inc., and Oracle International Corp.

(collectively, “Oracle” or “Plaintiffs”) and Defendants Rimini Street, Inc. (“Rimini Street”) and Seth Ravin (“Ravin”) (together, “Rimini” or “Defendants”) jointly submit this Case Management Conference Statement and Proposed Order in advance of the August 5, 2011 Case Management Conference (“CMC”) to provide the Court with a status report of the pending matters.

Part I addresses the current status of the pleadings. Part II provides a status report on the party and non-party discovery to date. Part III sets forth the Parties' joint request for a two-month extension of the fact discovery deadline, and related extensions for other case deadlines, and for the August 5 CMC to be vacated and rescheduled for six weeks from now.

I. STATE OF THE PLEADINGS

Defendants stipulated to the filing of Oracle’s Second Amended Complaint (“SAC”), and Oracle filed the SAC on June 1, 2011. Judge Hicks approved the Parties’ stipulation regarding the filing of the SAC on June 7. Rimini filed its answer on June 16.

Also on June 1, the Parties filed a stipulation regarding the scope and licensing of Oracle's derivative-work registrations. Judge Leen approved this stipulation on June 2.

II. DISCOVERY PROGRESS

Since the last CMC on May 17, 2011, the Parties have made the following progress in

1 discovery:

2 **A. Discovery Sought From and Produced By Plaintiffs.**

3 **1. Documents**

4 Rimini has served no additional Requests for Production. Between May 17, 2011 and the
5 submission of this statement, Oracle has produced more than 89,581 additional documents,
6 totaling more than 300,000 pages, including thousands of voluminous Excel files, customer
7 contracts and related documentation, price lists, customer-specific reports (referred to as oki3
8 reports), software and support materials, copyright registrations, deposit materials, and terms of
9 use and e-delivery licenses.

10 **a. Custodial Productions**

11 By August 5, Oracle will have completed document productions from 21 out of 55 Oracle
12 custodians, and it continues to review documents of the agreed production custodians (including
13 server emails, laptop/desktop images, and documents from network share files). Oracle expects
14 to complete production for all of its currently scheduled 55 custodians by August 5, excluding
15 potentially privileged documents. Oracle expects to complete the review and production of all
16 potentially privileged documents at some point in August.

17 **b. Non-Custodial Productions**

18 Oracle continues to gather and review non-custodial documents for production, including
19 customer contract documents, copyright registrations, deposit materials, and software.
20 Currently, Oracle has produced approximately 75% of the requested customer contract
21 documents. Oracle expects to complete its production of customer contract documents by the
22 end of August.

23 Oracle expects to make a further production of copyright registrations, deposit materials,
24 and software in the first week of August. At that point, Oracle will have produced approximately
25 75% of the requested copyright registrations, deposit materials, and software. Oracle expects to
26 make another substantial production of these materials by the end of August. At that point,
27 Oracle expects its production of copyright registrations, deposit materials, and software will be
28 complete except for specific registration and deposit materials on file with the Copyright Office

1 that have been requested on an expedited basis and that are related to allegations added in the
2 Second Amended Complaint.

3 **2. Interrogatories**

4 On May 16, 2011, Rimini served Oracle with its Third Set of Interrogatories, which
5 consisted of Interrogatory No. 15. Oracle responded to this Interrogatory on July 1. Oracle also
6 supplemented its responses to Rimini's Second Set of Interrogatories, numbers 13 and 14, on
7 July 1.

8 **3. Requests for Admissions**

9 On June 7, 2011, Rimini served Oracle with its First Set of Requests for Admissions,
10 numbers 1 and 2. Oracle responded to these Requests on July 22.

11 **4. Depositions**

12 Rimini took depositions on May 26, June 17, July 13, and July 20, totaling four
13 depositions since the last CMC. Rimini has also noticed three additional depositions of Oracle
14 employees for August 4, August 24, and the third on a date to be determined.

15 **B. Documents Sought From and Produced By Defendants.**

16 **1. Documents**

17 On June 23, 2011, Oracle served Defendant Ravin with its Second Set of Requests for
18 Production for Ravin, numbered 2 through 4. On that same date, Oracle served Rimini with its
19 Fourth Set of Requests for Production, numbered 58 through 60. On July 26, 2011, Ravin and
20 Rimini served their responses to these Requests for Production. On June 30, Oracle served
21 Rimini with its Fifth Set of Requests for Production, numbered 61 through 65.

22 Between May 17, 2011 and the submission of this statement, Rimini has produced
23 approximately 190,946 additional documents, totaling approximately 1,600,000 pages. These
24 materials include numerous log files, archive materials, and over 3,500 native files. To date,
25 Rimini has produced over 460,000 documents totaling over 4,250,000 pages, as well as over
26 8,100 native files, numerous environments, ticketing system data, data archives, source code, log
27 files, and network shares.

28 **a. Custodial Productions**

1 By August 5, Rimini will have completed document productions for 37 out of the 55
2 Rimini custodians. Rimini expects to have an additional 14 custodians complete by August 15,
3 with the productions for the remaining 4 custodians following shortly thereafter.

b. Non-Custodial Productions

5 Rimini continues to gather and review non-custodial documents for production, including
6 materials from various department shares and non-custodial email files. Generally speaking,
7 these sources include data relating to financials, client relationships, marketing, and sales.
8 Rimini expects that it will have its pending non-custodial productions fully completed by the end
9 of August.

2. Interrogatories

11 On May 25, 2011, Oracle served Rimini with its Fifth Set of Interrogatories, numbered
12 20 through 25. Rimini responded to that set on July 11. Rimini also supplemented its response
13 to Interrogatory 16 on May 18. On June 6, Rimini responded to Interrogatory No. 19 and
14 supplemented its response to Interrogatory No. 3. On July 27, 2011, Oracle served Rimini with
15 its Sixth Set of Interrogatories, numbered 26.

3. Depositions

17 Oracle took depositions on June 8, June 24, and July 21, totaling three depositions since
18 the last CMC. Oracle noticed a Rule 30(b)(6) deposition for August 10. Oracle has noticed
19 three other depositions, one scheduled for August 9, another scheduled for September 29, and a
20 30(b)(6) deposition on a date yet to be determined. In addition, Oracle issued a deposition
21 subpoena for a Rimini Street former employee, and that deposition is scheduled for August 30.
22 Oracle also sent a letter to Rimini on July 14 to schedule five additional depositions, and asking
23 Rimini to prioritize the production of the documents for 28 of the Rimini custodians whose
24 productions are not complete and who likely have documents pertinent to the five additional
25 depositions. Rimini has been working to prioritize and complete the requested productions.
26 Assuming all these depositions go forward, that will be 17 depositions total.

1 **C. Third Party Discovery**

2 **1. Customers**

3 Since the last CMC, Oracle has served two additional subpoenas on Rimini customers for
4 a total of 254 customer subpoenas. Oracle has received approximately 219 document
5 productions in response to these subpoenas. Oracle continues to seek the cooperation of
6 subpoenaed customers with outstanding or deficient productions.

7 Oracle's effort to process and produce customer productions to Rimini is ongoing.

8 Oracle has sent approximately 141 customer productions to Rimini and received approximately
9 18 third-party productions from Rimini. In furtherance of this effort, the Parties agreed on June
10 17 to modify the confidential designation procedure for third-party productions. The Parties
11 agreed to exchange copies of yet un-exchanged third-party productions as soon as reasonably
12 practicable with all documents provisionally designated as Highly Confidential – Attorneys'
13 Eyes Only. The Parties will re-designate or de-designate these documents as necessary within a
14 reasonable time after their exchange or within ten days of the other Party's request for re-
15 designation of a reasonable set of documents.

16 At the last CMC, the Court ordered that Oracle may take up to 20 customer depositions
17 limited to two hours in duration. While receipt and review of Rimini's customer-related and
18 actual customer produced documents has been slower than expected, Oracle expects to serve 10
19 notices of customer depositions in August. Oracle will timely notice the remainder of its allotted
20 customer depositions as it continues to review Defendants' and customers' ongoing document
21 productions.

22 **2. Public Entities**

23 Oracle has made state "sunshine act" requests of 46 public entities that may have had
24 significant contact with Rimini. Two additional entities have responded with a substantive
25 production since the last CMC, which brings the total responses to 43 entities. Oracle's effort to
26 process and produce public entity productions to Rimini is ongoing. Oracle has sent
27 approximately 33 public entity productions to Rimini. The Parties' review of the sunshine act
28 materials is ongoing.

3. Other Third Parties

2 Since the last CMC, Oracle has continued to negotiate with respect to subpoenas served
3 on other third parties, including third-party support provider CedarCrestone. After weeks of
4 meeting and conferring, Oracle moved to compel CedarCrestone’s production on July 1. The
5 Parties and CedarCrestone subsequently entered into a stipulation in which CedarCrestone
6 agreed to produce documents responsive to Oracle’s and Rimini’s subpoenas. Accordingly,
7 Oracle has withdrawn its motion, reserving its rights. CedarCrestone has recently produced
8 responsive documents. The Parties’ review of CedarCrestone’s documents is ongoing and
9 Oracle expects to notice a deposition of CedarCrestone shortly (bringing the anticipated total
10 non-customer depositions to 18).

11 Since the last CMC, Oracle has served a subpoena on Rimini Street consultant Mr. Nhat
12 Vuong. Vuong has not produced any documents to date, and Oracle will meet and confer with
13 him regarding compliance with the subpoena. Oracle has also issued a document subpoena to a
14 former Rimini Street employee (who is also subject to a deposition subpoena, as discussed
15 above).

16 Oracle has also reviewed the production it received from Rimini Street investor Adams
17 Street Partners. On June 29, Oracle sent Adams Street Partners a letter identifying deficiencies
18 in their production. Adams Street Partners acknowledged receipt of the letter, and Oracle awaits
19 a further response.

20 Since the last CMC, Netcustomer and Summit Technology have produced documents in
21 response to Oracle's subpoenas. Oracle has continued to negotiate with Spinnaker Support
22 regarding compliance with Oracle's subpoena.

23 **III. JOINT REQUEST FOR A TWO-MONTH EXTENSION OF THE**
24 **FACT DISCOVERY CUT OFF AND RELATED EXTENSIONS FOR**
25 **OTHER CASE DEADLINES**

25 The Parties have been working diligently to complete document productions and conduct
26 depositions. However, as noted above, custodial document productions are now scheduled to be
27 completed in August. In addition, the non-custodial productions described above are expected to
28 be completed in August. This has affected the scheduling of depositions, since the parties have

1 endeavored to complete custodial productions for a witness in advance of the witness's
 2 deposition. For some witnesses, it is necessary to complete custodial productions for related
 3 employees as well before the deposition, and certain depositions require the use of non-custodial
 4 documents too.

5 In addition, the Parties continue to meet and confer regarding possible stipulations for the
 6 purpose of clarifying and narrowing the set of disputed issues to be presented at trial. The
 7 Parties' most recent efforts have focused on two possible stipulations: an extrapolation
 8 stipulation (that Oracle proposed on June 10 and to which Defendants responded on July 1)
 9 relating to a streamlined procedure for litigation of certain claims and defenses relating to
 10 environment copies of Oracle enterprise software and to fixes for PeopleSoft software, and a
 11 copyright stipulation (that Oracle proposed on July 1 and to which Defendants responded on July
 12 28) relating to Oracle's registered copyrights. The Parties intend to exchange additional drafts of
 13 both stipulations in the weeks to come. Though there are some significant disagreements
 14 between the Parties, the Parties are in agreement that the potential benefits that may arise from
 15 the stipulations currently under discussion merit continued, good-faith efforts to explore
 16 opportunities for agreements and compromises where possible.

17 In light of the pace of document production and the Parties' continuing efforts on the
 18 potential stipulations the Parties request a two-month extension of the fact discovery deadline.¹
 19 Currently, the fact discovery cutoff is October 3, and the Parties request an extension to Monday,
 20 December 5.² This requested extension is based on the Parties' representations to each other that

21 ¹ The Parties are optimistic that further extensions of the fact discovery deadline will not be
 22 necessary and have agreed that a Party will not unilaterally seek any further extension of the fact
 23 discovery cut off, provided that the other Party substantially completed its production of
 24 presently agreed-upon custodial and non-custodial materials by August 31. A production will be
 25 considered substantially completed notwithstanding productions after August 31 that either
 26 correct processing or formatting issues with the original production or provide materials not
 27 subject to a present agreement regarding production.

28 ² To facilitate the completion of fact discovery by December 5, the Parties have agreed that the
 29 last day to serve requests for production and interrogatories will be October 3, 2011. The Parties
 30 have further agreed that, for deposition notices served 4 weeks in advance of the discovery cut-
 31 off, the noticed witnesses will be provided even if scheduling requires the deposition to take
 32 place after the discovery cut-off.

1 the custodial and non-custodial document productions presently agreed upon will be
 2 substantially completed by the end of August.³

3 This extension would make initial expert disclosures due on January 3, 2012. Given the
 4 holidays, the Parties request that this deadline be extended to January 17, 2012. If the Court
 5 grants this request, then it would make sense to move back the remaining case deadlines (e.g.,
 6 the deadline for rebuttal expert reports, the deadline to file a dispositive motion, and so on) by
 7 the same two and a half month period. As the case progresses, the Parties may wish to discuss
 8 with each other and with the Court whether further changes to the expert-related deadlines may
 9 be appropriate.

10 The Parties therefore propose the following case schedule:

	Current Schedule	Proposal
11 Last date to complete fact discovery	October 3, 2011	December 5, 2011
12 Last date to file motions to compel related to fact discovery	October 17, 2011	December 19, 2011
13 Last date to disclose experts on issues for which a party has the burden of proof, pursuant to Fed. R. Civ. P. 26(a)(2)	November 1, 2011	January 17, 2011
15 Last date to disclose rebuttal experts	December 15, 2011	March 2, 2012
16 Last date to complete expert discovery	February 1, 2012	April 16, 2012
17 Last date to file dispositive motions	March 15, 2012	June 1, 2012
17 Last date to file joint pretrial order	April 16, 2012	July 2, 2012

18 If the Court grants this proposed schedule change, then the Parties request that the Court
 19 vacate the August 5 CMC and reschedule it for six weeks from now.
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³ Similarly, the Parties request a two-month extension on the deadline to move to compel, since that deadline should be tied to the close of fact discovery.

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1 DATED: August 2, 2011

2 BINGHAM McCUTCHEN LLP

SHOOK, HARDY & BACON LLP

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Attorneys for Plaintiffs

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10

11 Pursuant to stipulation, it is hereby ORDERED that:

12

1. The Court modifies the case schedule order to adopt the following deadlines:

Event	Deadline
Last date to complete fact discovery	December 5, 2011
Last date to file motions to compel related to fact discovery	December 19, 2011
Last date to disclose experts on issues for which a party has the burden of proof, pursuant to Fed. R. Civ. P. 26(a)(2)	January 17, 2011
Last date to disclose rebuttal experts	March 2, 2012
Last date to complete expert discovery	April 16, 2012
Last date to file dispositive motions	June 1, 2012
Last date to file joint pretrial order	July 2, 2012

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Attorneys for Defendants

1 2. The August 5 CMC is vacated and rescheduled for September 20, 2011 at 9 a.m. in
2 Courtroom 3B.

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Hon. Peggy A. Leen
United States Magistrate Judge

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1 **ATTESTATION OF FILER**

2 The signatories to this document are myself and Robert Reckers and I have obtained Mr.
3 Reckers's concurrence to file this document on his behalf.

4 DATED: August 2, 2011

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1 **PROOF OF SERVICE**

2 I am over eighteen years of age, not a party in this action, and employed in San
3 Francisco County, California at Three Embarcadero Center, San Francisco, California 94111-
4 4067. I am readily familiar with the practice of this office for collection and processing of
5 correspondence for email delivery.

6 Today I caused to be served the following document:

7 **JOINT CASE MANAGEMENT CONFERENCE STATEMENT AND**
8 **[PROPOSED] ORDER TO VACATE AUGUST 5, 2011 CMC AND TO**
MODIFY THE CASE SCHEDULE

9 (BY ELECTRONIC MAIL) by transmitting via electronic mail document(s) in
10 portable document format (PDF) listed below to the email address set forth
11 below on this date.

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23 I declare that I am employed in the office of a member of the bar of this court at
24 whose direction the service was made and that this declaration was executed on August 2, 2011
25 at San Francisco, California.

27 /S/Kelley A. Garcia

28 Kelley A. Garcia